

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM372276

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Delancey Street Foundation		03/27/2014	Non-profit corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Delancey Street California		
<b>Street Address:</b>	600 Embarcadero		
<b>City:</b>	San Francisco		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94107		
<b>Entity Type:</b>	Non-profit corporation: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2516991	DELANCEY STREET	
<b>Registration Number:</b>	2492549	DELANCEY COACH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2067577700		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	206-757-8014		
<b>Email:</b>	PriyankaMenon@dwt.com		
<b>Correspondent Name:</b>	Matthew Moersfelder		
<b>Address Line 1:</b>	Davis Wright Tremaine LLP		
<b>Address Line 2:</b>	1201 Third Avenue, Suite 2200		
<b>Address Line 4:</b>	Seattle, WASHINGTON 98101		
<b>ATTORNEY DOCKET NUMBER:</b>	98555-2		
<b>NAME OF SUBMITTER:</b>	Matthew Moersfelder		
<b>SIGNATURE:</b>	/Matthew Moersfelder/		
<b>DATE SIGNED:</b>	02/05/2016		
<b>Total Attachments: 4</b>			
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**FILED** *cm*  
 Secretary of State  
 State of California

APR 01 2014  
*lee*

*0618731*  
**AMENDED AND RESTATED  
 ARTICLES OF INCORPORATION  
 OF  
 DELANCEY STREET FOUNDATION**

Pursuant to the provisions of the California Nonprofit Corporation Law, the undersigned hereby certify, as the president and the secretary of the corporation, the following information with respect to the Amended and Restated Articles of Incorporation of Delancey Street Foundation, a California nonprofit public benefit corporation, which supersede and replace all previous existing articles of incorporation and any amendments thereto:

1. The name of record of the corporation is Delancey Street Foundation.
2. The Articles of Incorporation are amended and restated to read as follows:

**ARTICLE I  
 NAME**

The name of this corporation is Delancey Street California.

**ARTICLE II  
 PURPOSE**

a) This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for charitable and public purposes. The general purpose of this corporation is to have and exercise all rights and powers conferred on nonprofit corporations under the laws of California, provided that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation. This corporation elects to be governed by all of the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5 thereof.

b) In addition to the general purpose stated in paragraph II(a), the specific charitable, public and educational purposes for which the corporation is organized include, without limitation, (i) the rehabilitation of criminals and drug and alcohol caused debilities; (ii) the education of the public about the debilitating effects of underclass poverty, alcohol and substance use and criminal behavior; (iii) the establishment and maintenance of a residential educational center for those who have not succeeded in traditional systems, teaching academic and vocational skills, interpersonal and social skills, personal awareness, and independent living skills, values and habits leading toward establishing a life of independence, integrity and purpose in the mainstream of society; and (iv) the establishment of related schools, institutes and training programs.

### ARTICLE III DEDICATION AND DISPOSITION

a) The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of; or be distributable to, any director or officer thereof or to the benefit of any private person, except that the corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in Article II hereof.

b) Upon the winding up and dissolution of this corporation, and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation that is organized and operated exclusively for charitable purposes meeting the requirement of California Revenue & Taxation Code Section 214, and which has established and maintained its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

### ARTICLE IV LIMITATION OF CORPORATE ACTIVITIES

a) This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Code. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, carry on any activities or exercise any powers that are not in furtherance of its purposes. The business and the objects and purposes to be transacted, promoted, or carried on by this corporation shall be conducted and carried on in accordance with the provisions of Section 501(c)(3) of the Code.

b) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Code, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office, except as provided in Section 501(h) of the Code.

### ARTICLE V MEMBER

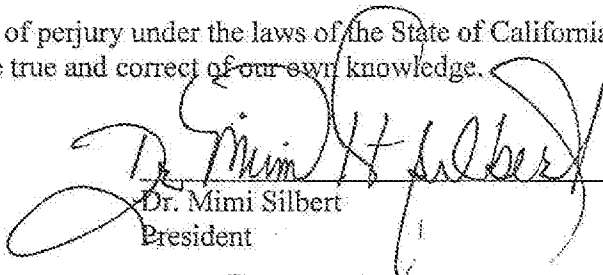
This corporation's shall have a sole member, which shall be a California nonprofit public benefit corporation. Qualification for membership shall be set out in the corporation's Bylaws.

3. The foregoing amendment and restatement of the Articles of Incorporation have been duly approved by the board of directors.

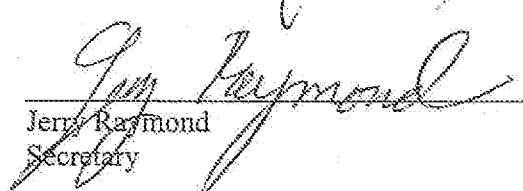
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

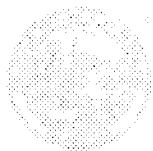
Dated: 27 Mar 2014

  
Dr. Mimi Silbert  
President

Dated: 27 March 2014

  
Jerry Raymond  
Secretary

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I hereby certify that the foregoing  
transcript of 3 page(s)  
is a full, true and correct copy of the  
original record in the custody of the  
California Secretary of State's office.

APR 02 2014

Date: \_\_\_\_\_

*Debra Bowen*

DEBRA BOWEN, Secretary of State

TRADEMARK